

UNITED STATES OF AMERICA
State of Louisiana

Box McKeithen
SECRETARY OF STATE

As Secretary of State of the State of Louisiana. I do hereby Certify that

a copy of an Amendment to the Articles of Incorporation of
RIPTIDE TECHNOLOGIES, INC.

Domiciled at NEW ORLEANS, LOUISIANA, changing the corporate
name to

AVREO, INC.

Was filed and recorded in this Office on November 1, 2000.

BEST AVAILABLE COPY

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on.*

November 1, 2000
Box McKeithen

SPR 34569416D 35002205
Secretary of State

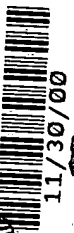


RECORDED IN
PARISH OF ORLEANS

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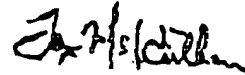


STATE OF LOUISIANA
Office of the Secretary of State
-hereto certify that this is a true and correct copy
as taken from the original on file in this office

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF
RIPTIDE TECHNOLOGIES, INC.
(NOW KNOWN AS AVREO, INC.)

STATE OF LOUISIANA

Office of the Secretary of State

-hereto certify that this is a true and correct copy
as taken from the original on file in this office

For McKeithen
Secretary of State

NOV 01 2000

These Articles of Amendment of the Articles of Incorporation of Riptide Technologies, Inc. (the "Corporation"), a Louisiana corporation, are made by authority of the Corporation's shareholders and its Board of Directors through its undersigned Chief Executive Officer and Secretary, duly authorized pursuant to the Written Consent of Shareholders and Directors annexed hereto, who certify as follows:

FIRST, the date of incorporation of this Corporation was August 14, 1997.

SECOND, on October 30, 2000, shareholders holding 3,051,453 shares of the 4,107,439 total outstanding shares of Voting Common Stock of the Corporation (constituting more than a majority of the shares entitled to vote thereon) and all of the members of the Board of Directors joined in a written consent amending the Articles of Incorporation of this Corporation

THIRD, the resolution setting forth the amendments are as follows:

RESOLVED, that Article I of the Articles of Incorporation of this Corporation is hereby deleted, and the following Article I is substituted therefor:

ARTICLE I.
NAME

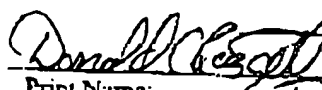
The name of the Corporation is:


Avreo, Inc.

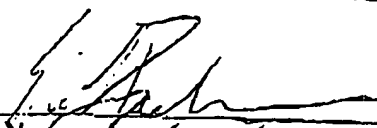
IN WITNESS WHEREOF, these Articles of Amendment of the Articles of Incorporation of Riptide Technologies, Inc. are executed on behalf of the corporation by its undersigned President and Secretary on this 30th day of October, 2000.


WITNESSES TO BOTH SIGNATURES:

RIPTIDE TECHNOLOGIES, INC.
(NOW KNOWN AS AVREO, INC.)


Print Name: DONALD C. LEGGETT

By: 
Gene Thomas
Chief Executive Officer


Print Name: CHARLES CARRIERE

By: 
Charles Carriere
Secretary

ACKNOWLEDGMENT

STATE OF LOUISIANA

PARISH OF ORLEANS

BEFORE ME, the undersigned authority, duly commissioned and qualified in and for the Parish and State aforesaid, personally came and appeared:

GENE THOMAS

known to me to be the person who executed the foregoing Articles of Amendment of the Articles of Incorporation of Riptide Technologies, Inc., now known as Avreo, Inc. (the "Corporation"), and who, being by me first duly sworn, acknowledged in my presence and in the presence of the undersigned witnesses that he is the duly elected and qualified Chief Executive Officer of the Corporation and that he was authorized to and did execute the foregoing instrument in such capacity for the Corporation, as his and the Corporation's free act and deed.

IN WITNESS WHEREOF, the appearer and witnesses and I have hereunto affixed our signatures on this 30th day of October, 2000.

WITNESSES:

Donald C. Leggett
[Signature]

[Signature]
Gene Thomas

[Signature]
Notary Public
My commission is issued for life.

ACKNOWLEDGMENT

STATE OF LOUISIANA

PARISH OF ORLEANS

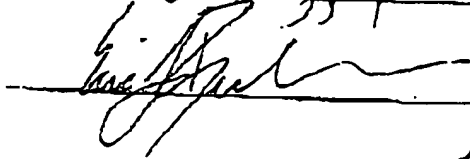
BEFORE ME, the undersigned authority, duly commissioned and qualified in and for the Parish and State aforesaid, personally came and appeared:

CHARLES CARRIERE

known to me to be the person who executed the foregoing Articles of Amendment of the Articles of Incorporation of Riptide Technologies, Inc., now known as Avreo, Inc. (the "Corporation"), and who, being by me first duly sworn, acknowledged in my presence and in the presence of the undersigned witnesses that he is the duly elected and qualified Secretary of the Corporation and that he was authorized to and did execute the foregoing instrument in such capacity for the Corporation, as his and the Corporation's free act and deed.

IN WITNESS WHEREOF, the appearer and witnesses and I have hereunto affixed our signatures on this 30th day of October, 2000.

WITNESSES:


Charles Carriere
Notary Public

My commission is issued for life.

WRITTEN CONSENT OF THE SHAREHOLDERS
AND DIRECTORS OF
RIPTIDE TECHNOLOGIES, INC.

The undersigned, being a majority of the shareholders and all of the directors of Riptide Technologies, Inc. (the "Company"), a Louisiana corporation, and acting herein by written consent as permitted by Sections 76(B) and 81C(9) of the Louisiana Business Corporation Law and Articles VIII and IX of the Amended and Restated Articles of Incorporation of the Company, hereby adopt the following corporate resolution:

WHEREAS, the shareholders and the directors believe it to be in the best interest of the Company to change its name to Avreo, Inc.

NOW, THEREFORE, BE IT RESOLVED, that Article I of the Articles of Incorporation of this Corporation is hereby deleted, and the following Article I is substituted therefor:

ARTICLE I.
NAME


The name of the Corporation is:


Avreo, Inc.

FURTHER RESOLVED, that the Board of Directors authorizes and directs Gene Thomas, the Chief Executive Officer, and Charles Carriere, the Secretary, to execute and deliver on behalf of the Corporation Articles of Amendment of the Articles of Incorporation legally sufficient to effect the above-described amendment to the Articles of Incorporation of the Corporation, to file or cause to be filed such articles of amendment with the Secretary of State of the State of Louisiana in accordance with Section 34 of the Louisiana Business Corporation Law, and to take or cause to be taken all action which they in their sole discretion deem necessary and proper to accomplish the amendment of the Articles of Incorporation of the Corporation; and ratifies and confirms all action heretofore taken by the Chief Executive Officer and/or the Secretary for such purposes;


This Written Consent may be executed in one or more counterparts, all of which, when taken together, will be deemed to be an original copy of this Agreement and will constitute one and the same agreement.

This Written Consent is dated this 30th day of October, 2000.


Richard H. Ferrans, Shareholder and Director


Gene Thomas, Shareholder and Director


Perry Schwalb, Shareholder and Director


Charles Carriere, Shareholder

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CERTIFICATE

I do hereby certify that I am the duly qualified Secretary of Riptide Technologies, Inc. (the "Corporation"), a Louisiana corporation, that the subscribers to the foregoing Written Consent hold a majority of all of the shares of the Corporation entitled to vote on the matters contained therein and constitute all of the members of the Board of Directors of the Corporation, and that the foregoing resolutions are true and correct and remain in full force and effect.

Date: October 30, 2000

Charles Carriere
Charles Carriere, Secretary

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